

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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| In re: | : | Chapter 11 |
| | : | |
| W.R. GRACE & CO., <i>et al.</i> , | : | Case No. 01-01139 (JKF) |
| | : | |
| Debtors. | : | Jointly Administered |
| | : | |

NOTICE OF SUBSTITUTION OF COUNSEL

PLEASE WITHDRAW the appearance of Morris, Nichols, Arsht & Tunnell as co-counsel to Travelers Casualty and Surety Company, formerly known as The Aetna Casualty and Surety Company, in the above-captioned bankruptcy case, and

PLEASE ENTER the appearance of Neal J. Levitsky and Seth A. Niederman and the firm of Fox Rothschild LLP, as co-counsel to Travelers Casualty and Surety Company, formerly known as The Aetna Casualty and Surety Company, in the above-captioned bankruptcy case.

MORRIS NICHOLS, ARSHT & TUNNELL

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